NACCO INDUSTRIES INC

Form 5

February 13, 2008

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

may continue. *See* Instruction 1(b).

1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported

1. Name and Address of Reporting Person **
RANKIN CHLOE O

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

3235-0362

January 31,

2005

1.0

Issuer

VIGIT CITEDE O

NACCO INDUSTRIES INC [NC]
3. Statement for Issuer's Fiscal Year Ended

(Check all applicable)

(Last) (First) (Middle) 3. Statemet (Month/Da

(Month/Day/Year) 12/31/2007

____ Director ____ 10% Owner
___ Officer (give title __X__ Other (specify

12/31/200

below) below)

Member of a Group

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 300

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD HEIGHTS, OHÂ 44124

X Form Filed by One Reporting Person __ Form Filed by More than One Reporting

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Ownership Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock	12/21/2007	12/21/2007	G	567	D	\$ 0	29,759	I	By Spouse/Trust (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,993	I	By Trust (Daughter1)
Class A Common	Â	Â	Â	Â	Â	Â	4,731	I	By Assoc II/Daughter1

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Stock									(5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,231	I	By Assoc II/Son (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,116	I	By Assoc II
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	By Spouse/RMI (Delaware) (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	4,654	I	By Trust (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	4,964	I	By Trust/Son
Class A Common Stock	Â	Â	Â	Â	Â	Â	8,231	I	By Assoc II/Daughter 2
Class A Common Stock	Â	Â	Â	Â	Â	Â	44,868	I	By Assoc II/Spouse (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,009	I	By Trust (Daughter 2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,696	I	By Spouse (RA4) (2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By GP (9)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Disposed of (D)

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	of	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Inst
	Derivative				Acquired			
	Security				(A) or			

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(Instr. 3, 4, and 5)

(A) (D) Date Expiration Title Exercisable Date

Number of Shares

Amount

or

Class B

Common \$ 0 (1) 08/23 Stock

08/23/2007 08/23/2007

G

109 \hat{A} \hat{A} $\frac{(1)}{2}$

 (1) Class A Common Stock

109

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RANKIN CHLOE O NACCO INDUSTRIES, INC.

5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OHÂ 44124 .

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Member of a Group

Signatures

/s/Constantine E. Tsipis, attorney-in-fact for Chloe O. Rankin

02/13/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) N/A
- (2) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Claiborne R. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Held by Trust. Reporting Person's spouse is Co-Trustee for the benefit of Reporting Person's child. Reporting Person disclaims beneficial ownership of all such shares.
- Represents the Reporting Person's child's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. which is held in a trust for the benefit of the child. Reporting Person's Spouse is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (7) Represents the Reporting Person's spouse's proportionate interest in shares held by Rankin Management, Inc. ("RMI). Reporting Person disclaims beneficial ownership of all such shares.
- (8) Reporting Person serves as Trustee of a Trust for the benefit of Chloe O. Rankin.
- GP. Represents the Reporting Person's spouse's proportionate limited partnership interest in shares of Rankin Associates IV, L.P. held by the Trust for the benefit of Reporting Person's spouse, as general partner. Reporting Person disclaims beneficially ownership of all such shares.

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Remarks:

Reporting Owners 3

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"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10%Â ownê Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.